

**BOULT
CUMMINGS
CONNERS
& BERRY** PLC

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January 3, 2001

David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

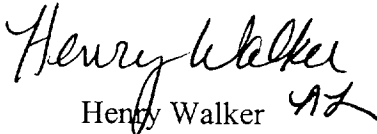
**In Re: Second Complaint of Discount Communications against BellSouth
Telecommunications
Docket No. 00-01151**

Dear David:

Please accept for filing the original and thirteen copies of an Order issued by the Bankruptcy Court of Tennessee, Western Division, which was inadvertently omitted from the Second Complaint of Discount Communications against BellSouth Telecommunications, Inc. which was filed on Friday, December 29, 2000. Thank you for your attention to this matter.

Sincerely,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By: 
Henry Walker

HW/nl
Attachment
c: Guy Hicks

POSTED
01-04-01

UNITED STATES BANKRUPTCY COURT
WESTERN DIVISION
FILED

DEC 04 2000 M.H.

DED G. WEINTRAUB
CLERK OF COURT
WESTERN DISTRICT OF TENN.

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TENNESSEE
WESTERN DIVISION

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ATM DISCOUNT COMMUNICATIONS, INC.

Case No. 00-33928-B

Debtor.

Chapter 11

**ORDER GRANTING MOTION OF BELL SOUTH TELECOMMUNICATIONS, INC.
FOR ADEQUATE PROTECTION AND TO LIFT AUTOMATIC STAY**

This matter came to be heard on November 21, 2000, upon the Motion of BellSouth Telecommunications, Inc. ("BellSouth") seeking Adequate Protection and, in the Alternative, to Lift Automatic Stay, and the Objection of the Debtor thereto. Upon statements of counsel for the Debtor and BellSouth, upon the pleadings filed in this cause, and upon the entire record in this matter, the Court finds that Debtor should be required to provide adequate assurance of payment of post-petition service to BellSouth pursuant 11 U.S.C. § 366 and that cause exists for modifying the automatic stay as set forth herein.

WHEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. Debtor shall pay the greater of the sum of \$50,000.00 or the amount held in escrow by Boulton, Cummings, Conner and Berry, P.C., to BellSouth as adequate assurance of payment of post-petition services provided by BellSouth by the close of business on November 27, 2000.

21

DEC 19 1999 17:38 FR
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In re: ATM Discount Communications, Inc.
Case No. 00-33928-B, Chapter 11
**ORDER GRANTING MOTION OF BELL SOUTH
TELECOMMUNICATIONS, INC. FOR ADEQUATE
PROTECTION AND TO LIFT AUTOMATIC STAY**

2. As additional adequate assurance, the Debtor shall pay the sum of \$2,500.00 per day in good funds into an account as directed by BellSouth, which amounts shall be applied by BellSouth towards the post-petition obligations of the Debtor. Such payments shall commence on November 27, 2000 and shall continue pending further orders of the Court.

3. The Debtor shall file with the Court on or before December 1, 2000, a motion to assume or reject any executory contracts between the Debtor and the BellSouth.

4. The Automatic Stay is lifted pursuant to 11 U.S.C. § 362 to permit BellSouth, in its discretion, to file such pleadings as BellSouth may deem appropriate with the Tennessee Regulatory Authority (TRA) seeking authority from the TRA to provide immediate interim phone service to customers of the Debtor in the event the Debtor should voluntarily cease operations or in the event BellSouth should terminate service to the Debtor pursuant to further orders of this Court.

5. The Automatic Stay is lifted to permit both the Debtor and BellSouth to seek whatever relief either party deems appropriate from the TRA or any other regulatory authority which has jurisdiction over any disputes between the Debtor and BellSouth and to permit the parties to appeal any rulings under applicable law.

6. On or before December 31, 2000, the Debtor shall file a formal complaint with the TRA asserting any and all unresolved billing disputes asserted by the Debtor against BellSouth

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which are subject to the jurisdiction of the TRA. Debtor shall use its best efforts to obtain an expedited resolution of any such complaint.

7. On or before December 1, 2000, the Debtor shall submit to counsel for BellSouth an itemization of all post-petition billing disputes asserted by the Debtor with respect to any bills submitted by BellSouth to the Debtor for post-petition service.

8. In the event the Debtor defaults in making any of the payments set forth in paragraph number 2 above to BellSouth, BellSouth shall file a written notice of default with this Court, with copies to be served upon counsel for the Debtor and the Debtor. If the Debtor fails to cure such default within 5 days from service, then the Automatic Stay shall be lifted pursuant to 11 U.S.C. § 362 without further orders or hearings before this Court, and BellSouth shall be authorized to terminate service to the Debtor.

9. In the event of a default which is not cured by the Debtor within 5 days, BellSouth shall be authorized to apply all or part of the security deposit described in paragraph 1 to any post-petition administrative claim which remains unpaid.

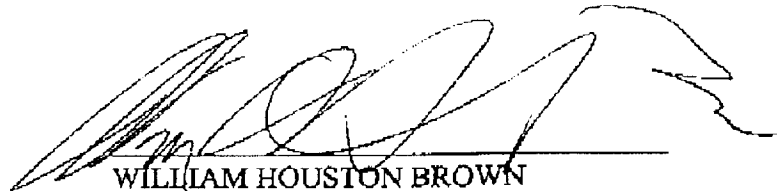
10. Parties are directed to use their best efforts to obtain expedited relief from the TRA with respect to matters within the TRA's jurisdiction. This Court shall hold a status conference on the December 11, 2000, at which time the parties are directed to advise the Court

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In re: ATM Discount Communications, Inc.
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as to the status of any pending administrative proceedings and the post-petition status of the
Debtor's account.

11. This Order is without prejudice of the parties to seek modification of this Order or
further relief from this Court for good cause shown.

IT IS SO ORDERED.



WILLIAM HOUSTON BROWN
U.S. BANKRUPTCY JUDGE

Dated: DEC 04 2000

APPROVED:

VAUGHAN & LABOVITZ

By: Neal Labovitz
Neal Labovitz
Attorney for Debtor

WARING COX, PLC

By: Michael P. Coury
Michael P. Coury #7002
Kimberly E. Sands

☐ Motion ☒ Order ☐ Other
☒ Entered on the Court docket on
12/4/00 and mailed to:
☐ Debtor(s), Debtor(s) Attorney, Trustee
☐ Servicing by Court
☐ Certificate of Mailing to Matrix
☒ For servicing by Matrix
By: Neal Labovitz
By: M. Herrin, Deputy Clerk

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50 N. Front St., Suite 1300
Memphis, TN 38103
(901) 543-8000
Attorneys for BellSouth Telecommunications, Inc.

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